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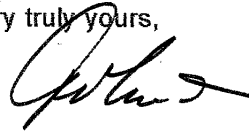
Mr. Sidney L. Strickland, Jr.  
December 17, 1993  
Page 2

A description of the railroad equipment and leases covered by the enclosed documents is attached to each document as Exhibit A.

Also enclosed is a check in the amount of \$36.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of each of the enclosed documents to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", written over the closing "Very truly yours,".

Robert W. Alvord

RWA/bg  
Enclosures

18530  
DEC 17 1993 12 55 PM  
INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LEASES  
BETWEEN  
ACF INDUSTRIES, INCORPORATED ("LESSOR")  
AND  
the Lessee identified herein, ("LESSEE")

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Filed and recorded with the Interstate Commerce Commission  
pursuant to Section 11303, Title 49, United States Code on  
December , 1993, at , Recordation No.

[4408-103/CV01.WPF/13NS/4276/38NS]

Memorandum dated as of December 17, 1993 of Leases specified on Exhibit A attached hereto by and between ACF Industries, Incorporated, a New Jersey corporation, ("Lessor") and the Lessee identified on Exhibit A attached hereto, ("Lessee") (as the same have been and may be amended, supplemented, otherwise modified or renewed from time to time, the "Leases").

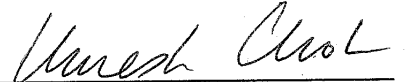
W I T N E S S E T H:

Pursuant to the Leases, Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor certain railcars including the railroad tank cars and covered hopper cars listed on Exhibit A attached hereto.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be signed by its corporate officer as of the date first above written.

ACF INDUSTRIES, INCORPORATED,

by



Title: ASSISTANT TREASURER

STATE OF NEW YORK     )  
                              ) ss.  
COUNTY OF NEW YORK    )

On this 15th day of December, 1993, before me personally appeared Umesh Choksi, to me personally known, who being by me duly sworn, says that he is the Director of Finance and Assistant Treasurer of ACF INDUSTRIES, INCORPORATED that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

  
\_\_\_\_\_  
NOTARY PUBLIC

My commission expires:

DAVID M BRENSILBER  
Notary Public, State of New York  
Qualified in New York County  
No. 4980938  
Commission Expires April 29, 1995

## EXHIBIT A

Lessee	Car Service Contract No.	Identifying Numbers (Both Inclusive)		Number of Cars	AAR Design- nation
		Rptg Mark	From To		
EAGLE-PICHER MINERALS, INC.	4-0960	ACFI	96798 96807	10	C614
EAGLE-PICHER MINERALS, INC.	4-5821	ACFI	96344 0	1	C614
EAGLE-PICHER MINERALS, INC.	4-5821	ACFI	96357 0	1	C614
EAGLE-PICHER MINERALS, INC.	4-5821	ACFI	96360 96361	2	C614
EAGLE-PICHER MINERALS, INC.	4-9475	ACFI	96166 0	1	C614
EAGLE-PICHER MINERALS, INC.	4-9475	ACFI	96362 96363	2	C614